

Presentment Date: May 27, 2011 at 12:00 p.m. (Eastern Time)  
Objection Deadline: May 27, 2011 at 11:00 a.m. (Eastern Time)

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

_____	)	
In re	)	Chapter 11
	)	
TRONOX INCORPORATED, <i>et al.</i> ,	)	Case No. 09-10156 (ALG)
	)	
Debtors.	)	Jointly Administered
_____	)	
	)	
TRONOX INCORPORATED, TRONOX	)	
WORLDWIDE LLC f/k/a Kerr-McGee	)	
Chemical Worldwide LLC, and TRONOX	)	
LLC f/k/a Kerr-McGee Chemical LLC,	)	
	)	
Plaintiffs,	)	
	)	
v.	)	Adversary Proceeding No. 09-01198 (ALG)
	)	
ANADARKO PETROLEUM	)	
CORPORATION, <i>et al.</i> ,	)	
	)	
Defendants.	)	
_____	)	
	)	
THE UNITED STATES OF AMERICA,	)	
	)	
Plaintiff-Intervenor,	)	
	)	
v.	)	
	)	
TRONOX, INC., TRONOX WORLDWIDE	)	
LLC, TRONOX LLC, KERR-MCGEE	)	
CORPORATION, and ANADARKO	)	
PETROLEUM CORPORATION,	)	
	)	
Defendants.	)	
_____	)	

**NOTICE OF PRESENTMENT OF ORDER DENYING IN PART AND GRANTING IN  
PART DEFENDANTS' MOTION TO DISMISS COUNTS IV, V, AND VI OF THE  
SECOND AMENDED ADVERSARY COMPLAINT**

PLEASE TAKE NOTICE that Anadarko Petroleum Corporation and Kerr-McGee Corporation, on behalf of themselves and certain of their affiliates, will present the attached Order Denying in Part and Granting in Part Defendants' Motion to Dismiss Counts IV, V, and VI of the Second Amended Adversary Complaint (the "Order") (attached hereto as Exhibit A) to the Honorable Allan L. Gropper, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, for signature on **May 27, 2011 at 12:00 p.m.** (Eastern Time).

PLEASE TAKE FURTHER NOTICE that responses or objections, if any, to the Order must comply with the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules, must be set forth in a writing describing the basis therefore, and must be filed with the Bankruptcy Court electronically in accordance with General Order M-242, as amended by General Order M-269, by registered users of the Court's electronic case filing system (the User's Manual for the Electronic Case Filing System can be found at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov), the official website for the Bankruptcy Court) and, by all other parties in interest, on a 3-1/2 inch disk, preferably in Portable Document Format (PDF), Word or any other Windows-based word processing format (with a hard copy delivered directly to Chambers) and served upon each of the following: (a) counsel to the Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Jonathan S. Henes; (b) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004, Attn: Susan Golden; (c) the United States Attorney for the Southern District of New York, 86 Chambers Street, Third Floor, New York, New York 10007, Attn: Robert William Yalen; (d) counsel to Anadarko Petroleum Corporation and Kerr-McGee Corporation, Weil, Gotshal & Manges LLP, 700 Louisiana, Suite 1600, Houston, Texas, 77002, Attn: Lydia Protopapas and

Jason Billeck; and (e) all persons or entities that have served and filed notices of appearance in these chapter 11 cases pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure (with service on the Rule 2002 parties by email only), so as to be received not later than **11:00 a.m. (Eastern Time) on May 27, 2011** (the “Objection Deadline”).

PLEASE TAKE FURTHER NOTICE that if a written objection is timely filed and received by the parties set forth above, the Court will notify the parties of the date and time of the hearing to consider the Order and any Objections thereto. The parties are required to attend such hearing, and failure to attend in person or by counsel may result in relief being granted or denied upon default.

PLEASE TAKE FURTHER NOTICE that if no written objection to the Order has been properly filed and served by the Objection Deadline, the Bankruptcy Court may enter the Order without a hearing.

Houston, Texas  
Dated: May 24, 2011

/s/ Lydia Protopapas

Melanie Gray  
Lydia Protopapas  
Jason W. Billeck  
WEIL, GOTSHAL & MANGES LLP  
700 Louisiana, Suite 1600  
Houston, Texas 77002  
Telephone: (713) 546-5000  
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*Counsel for Anadarko Petroleum Corporation  
and Kerr-McGee Corporation*

# Exhibit A

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re

)  
) Chapter 11  
)

TRONOX INCORPORATED, *et al.*,

) Case No. 09-10156 (ALG)  
)

Debtors.

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) Jointly Administered  
)

TRONOX INCORPORATED, TRONOX  
WORLDWIDE LLC f/k/a Kerr-McGee  
Chemical Worldwide LLC, and TRONOX  
LLC f/k/a Kerr-McGee Chemical LLC,

Plaintiffs,

v.

) Adversary Proceeding No. 09-01198 (ALG)  
)

ANADARKO PETROLEUM  
CORPORATION, KERR-MCGEE  
CORPORATION, KERR-MCGEE OIL &  
GAS CORPORATION, KERR-MCGEE  
WORLDWIDE CORPORATION, KERR-  
MCGEE INVESTMENT CORPORATION,  
KERR-MCGEE CREDIT LLC, KERR-  
MCGEE SHARED SERVICES  
COMPANY LLC, and KERR-MCGEE  
STORED POWER COMPANY LLC,

Defendants.

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THE UNITED STATES OF AMERICA,

Plaintiff-Intervenor,

v.

TRONOX, INC., TRONOX WORLDWIDE  
LLC, TRONOX LLC, KERR-MCGEE  
CORPORATION, and ANADARKO  
PETROLEUM CORPORATION,

Defendants.

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**ORDER DENYING IN PART AND GRANTING IN PART  
DEFENDANTS' MOTION TO DISMISS COUNTS IV, V, AND VI OF THE SECOND  
AMENDED ADVERSARY COMPLAINT**

For the reasons set forth in the Court's May 11, 2011 Memorandum of Opinion and based on the filings submitted by the parties, IT IS HEREBY ORDERED THAT:

1. Defendants' Motion to Dismiss [Docket No. 131] Count IV of the Second Amended Adversary Complaint [Docket No. 223] is denied;
2. Defendants' Motion to Dismiss Counts V and VI of the Second Amended Adversary Complaint is granted and, therefore, Counts V and VI of the Second Amended Adversary Complaint are DISMISSED with no right to re-plead; and
3. Defendants shall file an answer with respect to Count IV within 14 days following the date that this Order is entered.

New York, New York  
Dated: \_\_\_\_\_, 2011

\_\_\_\_\_  
United States Bankruptcy Judge